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March 22 1999

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Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: TPE Structures, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$78.75 for filing fee and certified copy. Please return the certified copy of the Articles of Incorporation in the enclosed self-addressed envelope.

If you have any questions, please do not hesitate to contact this office.

Sincerely,

R. Bruce Wallace

R. BRUCE WALLACE

RBW:sr

Encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 26 AM 9:06

B. BROWN MAR 31 1999

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 26 AM 9:06

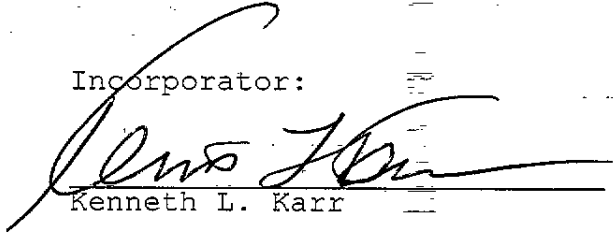
- FIRST:** The name of this corporation is: TPE STRUCTURES, INC.
- SECOND:** This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- THIRD:** This corporation is authorized to issue 500 shares of common stock, par value \$1.00 per share.
- FOURTH:** The name and address of the initial registered agent of this corporation is: KENNETH L. KARR, 55 Boca Chica Road, #127, Key West, FL 33040.
- FIFTH:** The name and mailing address of the initial director is Kenneth L. Karr, P. O. Box 2066, Key West, FL 33045. The number of directors may be increased or decreased from time to time as provided in the By-laws but shall never be less than one.
- SIXTH:** The name of the incorporator of this corporation is Kenneth L. Karr, P. O. Box 2066, Key West, FL 33045.
- SEVENTH:** This corporation shall indemnify its officer, directors, employees and agents to the full extent permitted by law.

EIGHTH: This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto; and any right conferred upon the shareholder is subject to this reservation.

NINTH: The principal address of the corporation is 6000 Peninsula Avenue, Key West, Florida 33040.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of January, 1999.

Incorporator:


Kenneth L. Karr

STATE OF FLORIDA

COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 6th day of January, 1999, by Kenneth L. Karr who is personally known to me.

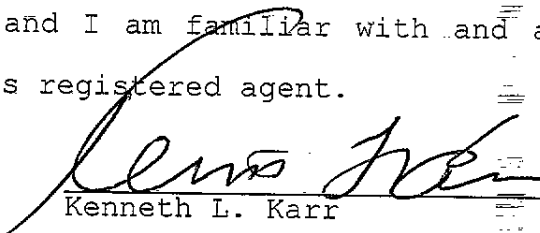

Notary Public, State of Florida

My Commission Expires:



ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named in the state of Florida as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


Kenneth L. Karr

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